

United States District Court
for the
Southern District of New York
Related Case Statement

Full Caption of Later Filed Case:

Carlyle Aviation Management Limited, Accipiter
Investments Aircraft 4 Limited, Vermillion Aviation (Two)
Limited, Accipiter Holdings DAC, Maverick Aviation
Holdings LTD., Manchester Aviation Finances S.a.r.l.,
Wells Fargo Trust Company, N.A., UMB Bank, N.A.

Plaintiff

Case Number

vs.

1:23-cv-4774

Frontier Airlines, Inc.

Defendant

Full Caption of Earlier Filed Case:

(including in bankruptcy appeals the relevant adversary proceeding)

Frontier Airlines, Inc.

Plaintiff

Case Number

vs.

1:22-cv-02943-PAE

AMCK AVIATION HOLDINGS IRELAND LIMITED,
ACCIPITER INVESTMENT 4 LIMITED, VERMILLION
AVIATION (TWO) LIMITED, ACCIPITER HOLDINGS DAC,
WELLS FARGO TRUST COMPANY, N.A., solely in its
capacity as OWNER TRUSTEE, and UMB BANK, N.A.,
solely in its capacity as OWNER TRUSTEE

Defendant

Status of Earlier Filed Case:

☐

Closed

(If so, set forth the procedure which resulted in closure, e.g., voluntary dismissal, settlement, court decision. Also, state whether there is an appeal pending.)

☒

Open

(If so, set forth procedural status and summarize any court rulings.)

The “Frontier Action” was filed on April 8, 2022 and remains pending before the Honorable Paul Engelmayer. The case concerns certain Lease Agreements between Frontier Airlines, Inc. and the Defendants. Frontier asserts claims for breaches of those Lease Agreements by the Defendants arising out of the improper transfer of beneficial ownership in the underlying aircraft. Frontier also asserts claims for constructive and fraudulent transfers relating to the Lease Agreements arising out of Defendant Carlyle Aviation Management Limited and its affiliates’ acquisition of the assets of Defendant AMCK Aviation Holdings Ireland Limited and its affiliates. On October 7, 2022 and November 11, 2022, Defendants moved to dismiss the Second Amended Complaint. The motions are fully briefed and remain pending. Discovery has not taken place in the action.

Explain in detail the reasons for your position that the newly filed case is related to the earlier filed case.

Carlyle Aviation Management Limited, et al. v. Frontier Airlines, Inc. (the “Carlyle Action”) was filed on May 31, 2023 in the Supreme Court of the State of New York, County of New York, and removed to this Court on June 6, 2023. The action concerns the same Lease Agreements that are the subject of the Frontier Action. The Carlyle Action Complaint describes the Frontier Action in detail. See Compl. ¶¶ 2, 44-48. The Complaint alleges that Frontier breached the Lease Agreements and a Non-Waiver and Preservation of Rights Agreement (the “Non-Waiver Agreement”), which the parties to the Frontier Action entered into in connection with the pending Frontier Action. The Carlyle Action Complaint asserts claims for breaches of the Lease Agreements, breach of the Non-Waiver Agreement entered into by the parties to the Frontier Action, and tortious interference with prospective business advantage relating to those Lease Agreements.

Signature: /s/ Eric B. Fisher

Date: 6/7/2023

Binder & Schwartz LLP

Firm: _____